

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA

MICHAEL COTTRILL	:	
and LAWRENCE E. WNUKOWSKI,	:	
	:	
Plaintiffs,	:	CIVIL ACTION
	:	No.: 02-CV-3646
v.	:	
	:	
BRITNEY SPEARS, <i>et al</i> ,	:	
	:	
Defendants.	:	JURY TRIAL DEMANDED
_____	:	

DECLARATION OF MICHAEL COTTRILL

I, Michael Cottrill, declare as follows:

1. I am one of the artists who created the song "*What You See Is What You Get*," which is the subject of this infringement action.
2. I filed this lawsuit with the sole intention and purpose to protect the copyrights of my song, titled "*What You See Is What You Get*," which was copyrighted and registered before Defendants' registered and copyrighted their song "*What U See Is What U Get*," in May of 2000.
3. Before the institution of this litigation, I conducted my own investigation relating to what I believed, and still believe, constitutes an infringement of my song based upon my more than 20 years writing and playing music.
4. Upon hearing Defendants' song, I immediately notified Defendants about my concerns.
5. I personally communicated with Wade Leak, an agent of Defendant Zomba in connection with my copyright concerns. Mr. Leak informed me that if I want to

request anything, I have to do it in writing.

6. In furtherance of my pre-suit investigation, I also called Louis Pearlman's office, because in February of 2000, before Defendants had copyrighted their song, Mr. Pearlman sent a copy of my song to recording companies, along with a cover letter which I received. To check whether Mr. Pearlman had sent a copy to Defendants, I called Mr. Pearlman's office and spoke with Mr. Pearlman's secretary who informed me that "if that's what it is said in the letter, that's what he did."
7. I also reasonably believed Defendants had access to my song through William Kahn, who received a copy of my copyrighted version of the song "*What You See Is What you Get*" in or around December 2000. Mr. Kahn had direct access to Britney Spears' production team, including Steve Lunt, who flew to Sweden.¹
8. I had previous dealings with William Kahn in connection with other song submission involving Ms. Spears. Mr. Kahn also informed me that he was interested in my songs for Britney Spears and that I should retain an attorney in connection with my copyright concerns.
9. I have also listened to both songs at issue and participated in a musicological analysis prior to this lawsuit. I remain of the opinion that the Defendants took my song.
10. As I have testified to previously, it is clear by listening to the songs that they have

¹ Mr. Kahn also received a copy of a musical version of the song "*What You See Is What You Get*," in or around October of 2000. This version had the same groove and musical melody of the copyrighted version, although it was not technically the same because it did not have any recorded vocals.

the same harmonic chord progression and have the same rhythm and structure, *i.e.* intro, verse, pre-chorus and chorus relationship.

11. Based on the foregoing, I believe that there was a more than reasonable basis to institute this action.
12. For the last few years, I have been the primary home caretaker of my eleven (11) year old daughter.
13. Any award of attorneys fees will not only place a severe financial strain on myself, but also on my family.

Executed this _____ day of June, 2003, in Philadelphia, Pennsylvania. I declare under penalty of perjury that the foregoing is true and correct.

Michael Cottrill